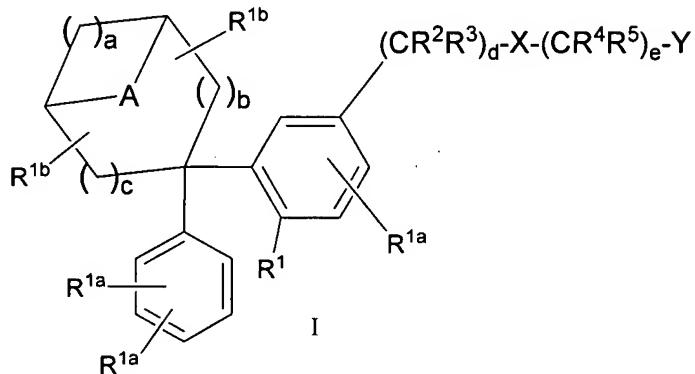


**Amendments to the Claims:**

This listing of claims will replace all prior versions and listings of claims in this application.

**Listing of Claims:**

1. (currently amended) A compound represented by formula I:



and the pharmaceutically acceptable salts, esters and solvates thereof wherein:

“a” is an integer selected from 1, 2 and 3; and b and c are each integers independently selected from 0, 1 and 2;

“A” represents a methylene or ethylene group;

each R<sup>1a</sup> is independently selected from the group consisting of: -H, -F, -Cl, -Br, -C<sub>1-6</sub>alkyl, -CN, -OH, -OC<sub>1-6</sub>alkyl, -fluoroC<sub>1-6</sub>alkyl, -fluoroC<sub>1-6</sub>alkoxy, -N(R<sup>a</sup>)<sub>2</sub>, -C<sub>1-6</sub>alkylN(R<sup>a</sup>)<sub>2</sub>, -NHC(O)C<sub>1-4</sub>alkyl, -C(O)NHC<sub>1-4</sub>alkyl and -C(O)N(C<sub>1-4</sub>alkyl)<sub>2</sub>;

each R<sup>1b</sup> is independently selected from the group consisting of: -H, -F, -C<sub>1-6</sub>alkyl, -OH, -OC<sub>1-6</sub>alkyl, -fluoroC<sub>1-6</sub>alkyl, -fluoroC<sub>1-6</sub>alkoxy, -N(R<sup>a</sup>)<sub>2</sub> and -C<sub>1-6</sub>alkylN(R<sup>a</sup>),

or one R<sup>1b</sup> group can represent oxo and the other is as previously defined;

R<sup>1</sup> represents -H or is selected from the group consisting of:

a) halo, -OH, -CO<sub>2</sub>R<sup>a</sup>, -C(O)NR<sup>a</sup>R<sup>b</sup>, -C(O)-Hetcy<sup>1</sup>, -N(R<sup>a</sup>)<sub>2</sub>, -S(O)<sub>2</sub>NR<sup>a</sup>R<sup>b</sup>, -NO<sub>2</sub>, -SO<sub>2</sub>NR<sup>b</sup>C(O)R<sup>a</sup>, -NR<sup>b</sup>SO<sub>2</sub>R<sup>a</sup>, -NR<sup>b</sup>C(O)R<sup>a</sup>, -C(O)SO<sub>2</sub>NR<sup>a</sup>R<sup>b</sup>, -NR<sup>b</sup>C(O)NR<sup>a</sup>R<sup>b</sup>, -NR<sup>b</sup>CO<sub>2</sub>R<sup>a</sup>, -OC(O)NR<sup>a</sup>R<sup>b</sup>, -C(O)NR<sup>b</sup>NR<sup>a</sup>R<sup>b</sup>, -CN, -S(O)<sub>p</sub>R<sup>a</sup> and -OSO<sub>2</sub>R<sup>a</sup>,

b) -C<sub>1-10</sub>alkyl, -C<sub>2-10</sub>alkenyl, -C<sub>2-10</sub>alkynyl, -OC<sub>1-10</sub>alkyl, -OC<sub>3-10</sub>alkenyl and -OC<sub>3-10</sub>alkynyl, said groups being optionally substituted with: -OH, -CO<sub>2</sub>R<sup>a</sup>, -C(O)NR<sup>a</sup>R<sup>b</sup>, -C(O)N(R<sup>a</sup>)C<sub>1-6</sub>alkenyl, -C(O)N(R<sup>a</sup>)C<sub>1-6</sub>alkynyl, -C(O)-Hetcy<sup>1</sup>, -N(R<sup>a</sup>)<sub>2</sub>, -S(O)<sub>2</sub>NR<sup>a</sup>R<sup>b</sup>, -SO<sub>2</sub>NR<sup>b</sup>C(O)R<sup>a</sup>, -NR<sup>b</sup>SO<sub>2</sub>R<sup>a</sup>, -NR<sup>b</sup>C(O)R<sup>a</sup>, -C(O)SO<sub>2</sub>NR<sup>a</sup>R<sup>b</sup>, -NR<sup>b</sup>C(O)NR<sup>a</sup>R<sup>b</sup>, -NR<sup>b</sup>CO<sub>2</sub>R<sup>a</sup>, -OC(O)NR<sup>a</sup>R<sup>b</sup>, -C(O)NR<sup>b</sup>NR<sup>a</sup>R<sup>b</sup>, -S(O)<sub>p</sub>R<sup>a</sup>, Aryl, HAR, -Hetcy<sup>1</sup>, and up to 5 fluoro groups, wherein Hetcy<sup>1</sup> is selected from azetidinyl, pyrrolidinyl, piperidinyl, piperazinyl, morpholinyl and  $\gamma$ -lactam;

c) Aryl or HAR optionally substituted with 1-2 members selected from the group consisting of: -F, -Cl, -Br, -C<sub>1-6</sub> alkyl, -C<sub>3-6</sub>cycloalkyl, -CN, -OH, -OC<sub>1-6</sub> alkyl, -fluoroC<sub>1-6</sub> alkyl, -fluoroC<sub>1-6</sub>alkoxy, -NH<sub>2</sub>, -NHC<sub>1-4</sub>alkyl, -N(C<sub>1-4</sub>alkyl)<sub>2</sub>, -C<sub>1-6</sub>alkylNH<sub>2</sub>, -C<sub>1-6</sub>alkyl-NHC<sub>1-4</sub>alkyl, -C<sub>1-6</sub>alkylN(C<sub>1-4</sub>alkyl)<sub>2</sub>, -C<sub>1-6</sub>alkyl-CN, -NHC(O)C<sub>1-4</sub>alkyl, -C(O)NHC<sub>1-4</sub>alkyl and -C(O)N(C<sub>1-4</sub>alkyl)<sub>2</sub>;

“d” and “e” are each integers independently selected from 0, 1, 2 and 3, such that the sum of d plus e is 1-6;

each p independently represents an integer selected from 0, 1 and 2;

X represents a bond, or is selected from the group consisting of -O-, -S(O)<sub>p</sub>- and -NR<sup>a</sup>-;

R<sup>2</sup>, R<sup>3</sup>, R<sup>4</sup> and R<sup>5</sup> are each independently selected from the group consisting of -H, -C<sub>1-6</sub> alkyl, -OC<sub>1-6</sub>alkyl, -OH, -fluoro, -fluoroC<sub>1-6</sub>alkyl, -fluoroC<sub>1-6</sub>alkoxy, -N(R<sup>a</sup>)<sub>2</sub>, and

0-1 of CR<sup>2</sup>R<sup>3</sup> and 0-1 of CR<sup>4</sup>R<sup>5</sup> can represent a group selected from carbonyl, thiocarbonyl, C=NR<sup>a</sup> and a 3-7 membered cycloalkyl ring,

provided that when X represents -S(O)<sub>p</sub>-, and p is 1 or 2, the CR<sup>2</sup>R<sup>3</sup> and CR<sup>4</sup>R<sup>5</sup> groups adjacent to X represent moieties other than carbonyl, thiocarbonyl and C=NR<sup>a</sup> and

further provided that when X is -O- or -NR<sup>a</sup>-, at least one of CR<sup>2</sup>R<sup>3</sup> and CR<sup>4</sup>R<sup>5</sup> adjacent to X represents a moiety other than carbonyl, thiocarbonyl and C=NR<sup>a</sup>;

Y is selected from the group consisting of Aryl, HAR and Hetcy, wherein each is optionally mono-substituted or di-substituted with R<sup>1a</sup>;

each R<sup>a</sup> is independently selected from the group consisting of -H and :

(a) -C<sub>1-10</sub>alkyl, -C<sub>3-6</sub>cycloalkyl, -C<sub>3-10</sub>alkenyl, or -C<sub>3-10</sub>alkynyl, optionally substituted with 1-3 fluoro groups or 1-2 members selected from the group consisting of: -OH, -OC<sub>1-6</sub>alkyl, -CN, -NH<sub>2</sub>, -NHC<sub>1-4</sub>alkyl, and -N(C<sub>1-4</sub>alkyl)<sub>2</sub>;

(b) Aryl or Ar-C<sub>1-6</sub>alkyl-, the aryl portions being optionally substituted with 1-2 of -C<sub>1-6</sub> alkyl, -CN, -OH, -OC<sub>1-6</sub> alkyl, -fluoroC<sub>1-6</sub> alkyl, -fluoroC<sub>1-6</sub> alkoxy, -C<sub>1-6</sub>alkylNH<sub>2</sub>, -C<sub>1-6</sub>alkylNHC<sub>1-4</sub>alkyl, -C<sub>1-6</sub>alkylN(C<sub>1-4</sub>alkyl)<sub>2</sub>, -NH<sub>2</sub>, -NHC<sub>1-4</sub>alkyl, -N(C<sub>1-4</sub>alkyl)<sub>2</sub>, -NHC(O)C<sub>1-4</sub>alkyl, -C(O)NHC<sub>1-4</sub>alkyl, -C(O)N(C<sub>1-4</sub>alkyl)<sub>2</sub>, -CO<sub>2</sub>H and -CO<sub>2</sub>C<sub>1-6</sub>alkyl groups, and 1-3 -F, -Cl or -Br groups;

and the alkyl portion of Ar-C<sub>1-6</sub>alkyl- being optionally substituted with -OH, -OC<sub>1-6</sub>alkyl, -NH<sub>2</sub>, -NHC<sub>1-4</sub>alkyl, -N(C<sub>1-4</sub>alkyl)<sub>2</sub>, and 1-3 fluoro groups;

(c) Hetcy or Hetcy-C<sub>1-6</sub>alkyl-, each being optionally substituted on carbon with 1-2 members selected from the group consisting of: -F, -OH, -CO<sub>2</sub>H, -C<sub>1-6</sub>alkyl, -CO<sub>2</sub>C<sub>1-6</sub>alkyl, -OC<sub>1-6</sub>alkyl, -NH<sub>2</sub>, -NHC<sub>1-4</sub>alkyl, -N(C<sub>1-4</sub>alkyl)<sub>2</sub>, -NHC(O)C<sub>1-4</sub>alkyl, oxo, -C(O)NHC<sub>1-4</sub>alkyl and -C(O)N(C<sub>1-4</sub>alkyl)<sub>2</sub>; and optionally substituted on nitrogen when present with -C<sub>1-6</sub>alkyl or -C<sub>1-6</sub>acyl; and

the alkyl portion of Hetcy-C<sub>1-6</sub>alkyl- being optionally substituted with 1-2 of: -F, -OH, -OC<sub>1-6</sub>alkyl, -NH<sub>2</sub>, -NHC<sub>1-4</sub>alkyl and -N(C<sub>1-4</sub>alkyl)<sub>2</sub>;

(d) HAR or HAR-C<sub>1-6</sub>alkyl-, said HAR and HAR portion of HAR-C<sub>1-6</sub>alkyl- being substituted with 1-2 members selected from the group consisting of: -F, -Cl, -Br, -C<sub>1-6</sub> alkyl, -CN, -

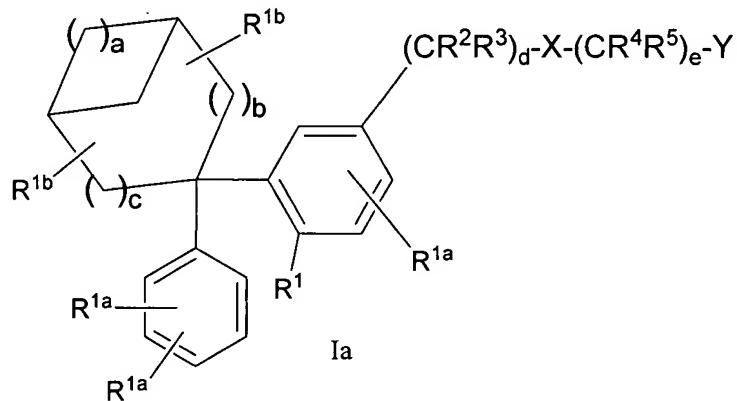
OH, -OC<sub>1-6</sub>alkyl, -fluoroC<sub>1-6</sub>alkyl, -fluoroC<sub>1-6</sub>alkoxy NH<sub>2</sub>, -NHC<sub>1-4</sub>alkyl, -N(C<sub>1-4</sub>alkyl)<sub>2</sub>, -NHC(O)C<sub>1-4</sub>alkyl, -C(O)NHC<sub>1-4</sub>alkyl, -C(O)N(C<sub>1-4</sub>alkyl)<sub>2</sub>, -CO<sub>2</sub>H, -CO<sub>2</sub>C<sub>1-6</sub>alkyl; and

the alkyl portion of HAR-C<sub>1-6</sub>alkyl- being optionally substituted with 1-2 of: -F, -OH, -OC<sub>1-6</sub>alkyl, -NH<sub>2</sub>, -NHC<sub>1-4</sub>alkyl and -N(C<sub>1-4</sub>alkyl)<sub>2</sub>;

each R<sup>b</sup> is independently selected from the group consisting of: -H, -NH<sub>2</sub>, and -C<sub>1-10</sub>alkyl optionally substituted with members selected from the group consisting of 1-3 fluoro groups and 1-2 of -OH, -OC<sub>1-6</sub>alkyl, -NH<sub>2</sub>, -NHC<sub>1-4</sub>alkyl and -N(C<sub>1-4</sub>alkyl)<sub>2</sub>;

and when present in the same moiety, (a) R<sup>a</sup> and R<sup>b</sup>, (b) two R<sup>a</sup> groups or (c) two R<sup>b</sup> groups can be taken in combination with the atom or atoms to which they are attached and any intervening atoms and represent a 4-7 membered ring containing 0-3 heteroatoms selected from O, S(O)<sub>p</sub> and N, and the 4-7 membered ring may be optionally substituted with a member selected from the group consisting of -C<sub>1-6</sub>alkyl, -C<sub>2-6</sub>acyl and oxo.

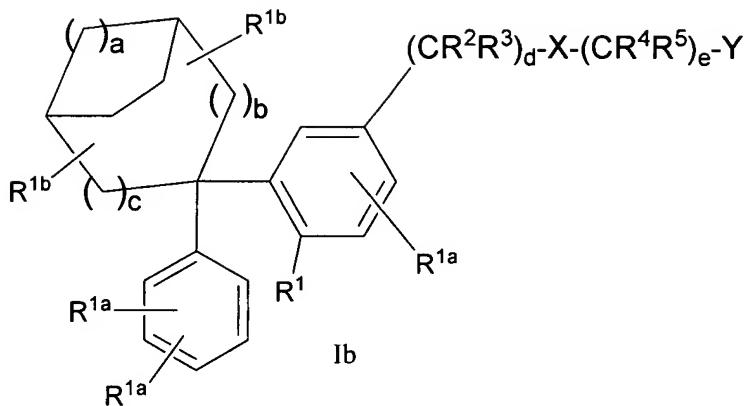
**2. (original)** The compound of claim 1 having structural formula Ia:



and the pharmaceutically acceptable salts, esters and solvates thereof, wherein "a" is an integer selected from 1, 2 and 3; and b and c are each integers independently selected from 0, 1 and 2; provided that the sum of "a" + b + c is from 1 to 5.

**3. (canceled)**

**4. (original)** The compound of claim 1 having structural formula Ib:



and the pharmaceutically acceptable salts, esters and solvates thereof wherein: "a" is an integer selected from 2 and 3; and b and c are integers independently selected from 0 and 1; provided that the sum of "a" + b + c is from 2 to 4.

**5. (original)** The compound of claim 4 wherein "a" is 2, and b and c are integers selected from 0 and 1.

**6. (canceled)**

**7. (previously presented)** The compound of claim 1 wherein of the three R<sup>1a</sup> groups shown in the generic structural drawing of formula I, two R<sup>1a</sup> groups represent -H and one R<sup>1a</sup> group is selected from the group consisting of: -F, -Cl, -C<sub>1-6</sub>alkyl, -CN, -OC<sub>1-6</sub>alkyl, -fluoroC<sub>1-6</sub>alkyl, -fluoroC<sub>1-6</sub>alkoxy, -N(R<sup>a</sup>)<sub>2</sub>, -C<sub>1-6</sub>alkylN(R<sup>a</sup>)<sub>2</sub>, -NHC(O)C<sub>1-4</sub>alkyl, -C(O)NHC<sub>1-4</sub>alkyl and -C(O)N(C<sub>1-4</sub>alkyl)<sub>2</sub>.

**8. (canceled)**

**9. (previously presented)** The compound of claim 1 wherein both R<sup>1b</sup> groups represent -H.

**10. (original)** The compound of claim 1 wherein R<sup>1</sup> represents a member selected from the group consisting of:

a) -C(O)NR<sup>a</sup>R<sup>b</sup>, -C(O)-Hetaryl, -N(R<sup>a</sup>)<sub>2</sub>, -S(O)<sub>2</sub>NR<sup>a</sup>R<sup>b</sup>, -SO<sub>2</sub>NR<sup>b</sup>C(O)R<sup>a</sup>, -NR<sup>b</sup>SO<sub>2</sub>R<sup>a</sup>, -NR<sup>b</sup>C(O)R<sup>a</sup>, -CN, -S(O)<sub>p</sub>R<sup>a</sup> and -OSO<sub>2</sub>R<sup>a</sup>;

b) -C<sub>1-10</sub>alkyl, -C<sub>3-6</sub>alkenyl, -C<sub>3-6</sub>alkynyl, -OC<sub>1-10</sub>alkyl, -OC<sub>3-6</sub>alkenyl and -OC<sub>3-10</sub>alkynyl, said groups being optionally substituted with a member selected from the group consisting of: -CO<sub>2</sub>R<sup>a</sup>, -C(O)NR<sup>a</sup>R<sup>b</sup>, -C(O)N(R<sup>a</sup>)C<sub>1-6</sub>alkenyl, -C(O)N(R<sup>a</sup>)C<sub>1-6</sub>alkynyl, -C(O)-

Hetcy<sup>1</sup>, -N(R<sup>a</sup>)<sub>2</sub>, -S(O)<sub>2</sub>NR<sup>a</sup>R<sup>b</sup>, -SO<sub>2</sub>NR<sup>b</sup>C(O)R<sup>a</sup>, -NR<sup>b</sup>SO<sub>2</sub>R<sup>a</sup>, NR<sup>b</sup>C(O)R<sup>a</sup>, -S(O)<sub>p</sub>R<sup>a</sup>, Aryl, HAR, - Hetcy<sup>1</sup>, and up to 5 fluoro groups; and

c) HAR optionally substituted with 1-2 members selected from the group consisting of: -F, -Cl, -Br, -C<sub>1-6</sub>alkyl, -CN, -OH, -OC<sub>1-6</sub>alkyl, -fluoroC<sub>1-6</sub>alkyl, -fluoroC<sub>1-6</sub>alkoxy, -NH<sub>2</sub>, -NHC<sub>1-4</sub>alkyl, -N(C<sub>1-4</sub>alkyl)<sub>2</sub>, -C<sub>1-6</sub>alkylNH<sub>2</sub>, -C<sub>1-6</sub>alkyl-NHC<sub>1-4</sub>alkyl, -C<sub>1-6</sub>alkylN(C<sub>1-4</sub>alkyl)<sub>2</sub>, -C<sub>1-6</sub>alkyl-CN, -NHC(O)C<sub>1-4</sub>alkyl, -C(O)NHC<sub>1-4</sub>alkyl and -C(O)N(C<sub>1-4</sub>alkyl)<sub>2</sub>.

11. (canceled)

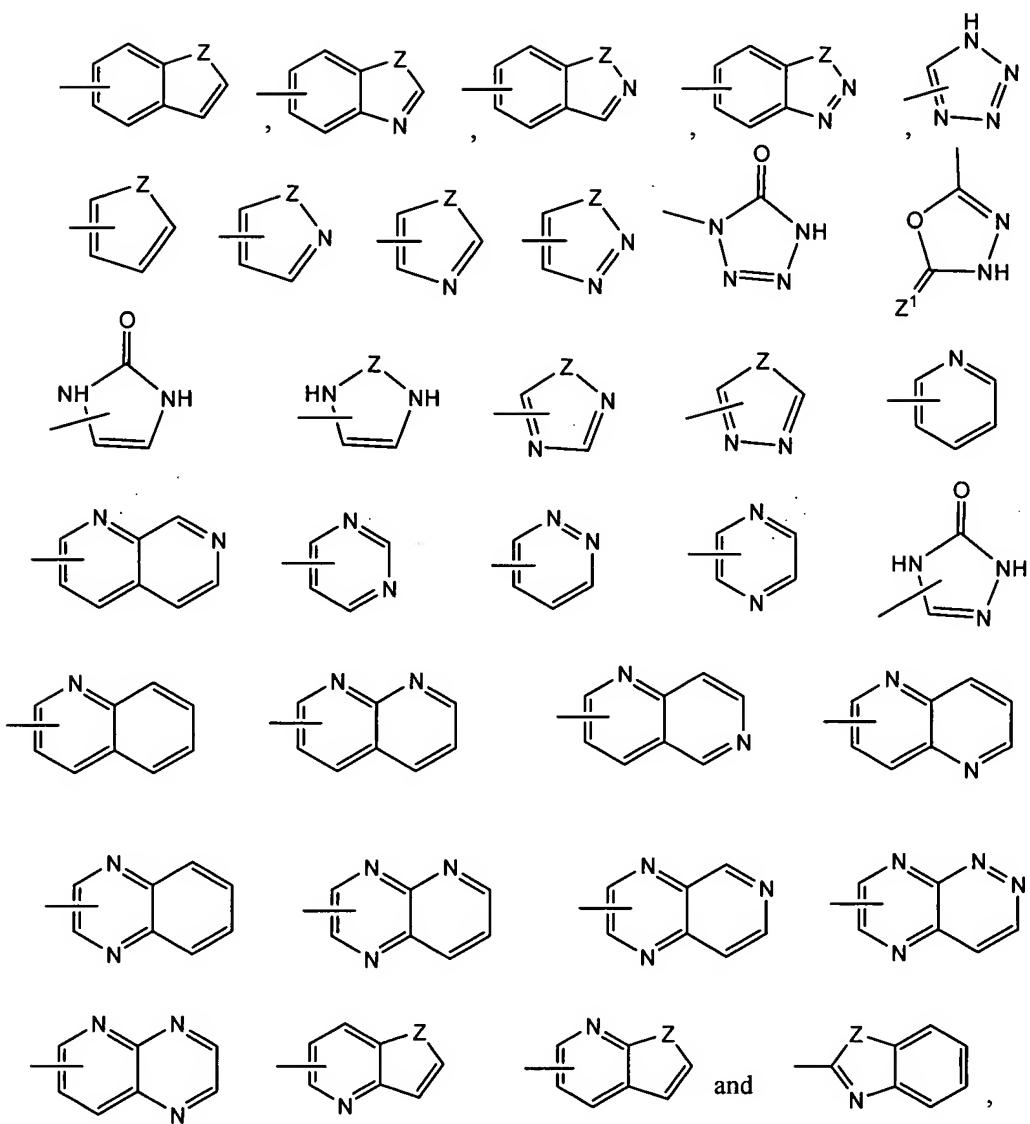
12. (canceled)

13. (canceled)

14. (original) The compound of claim 1 wherein -(CR<sup>2</sup>R<sup>3</sup>)<sub>d</sub>-X-C(R<sup>4</sup>R<sup>5</sup>)<sub>e</sub>- represents a member selected from the group consisting of -O-CH<sub>2</sub>- and -CH<sub>2</sub>CH<sub>2</sub>--.

15. (canceled)

16. (previously presented) The compound of claim 1 ~~15~~ wherein Y represents HAR selected from the group consisting of:



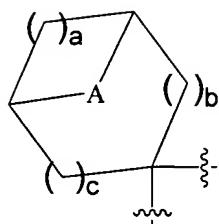
wherein Z is selected from the group consisting of O, S and NH; and Z<sup>1</sup> is selected from the group consisting of O and S.

17. (canceled)

18. (canceled)

19. (canceled)

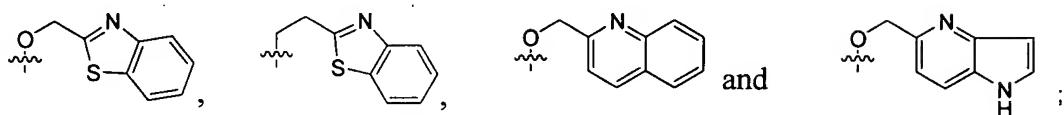
20. (original) The compound of claim 1 wherein:



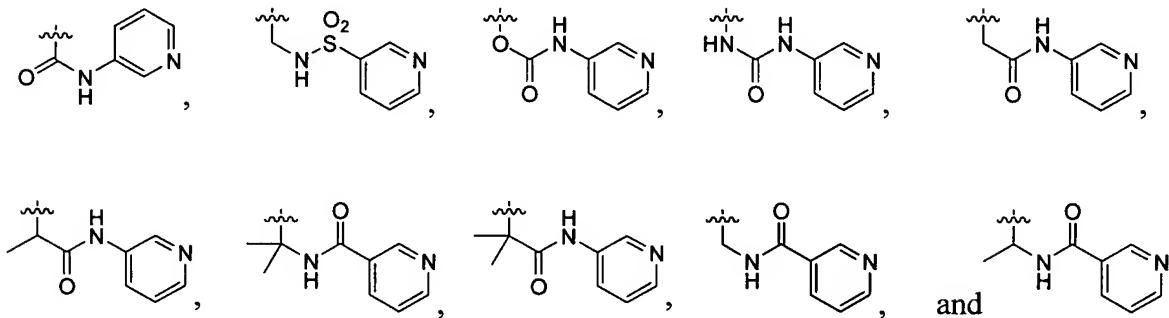
is selected from the group consisting of:



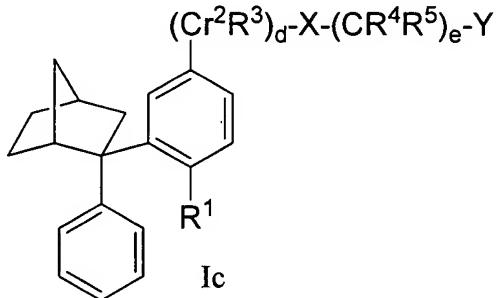
$-(CR^2R^3)_d-X-(CR^4R^5)_e-Y-(R^{1a})_2$  is selected from the group consisting of:



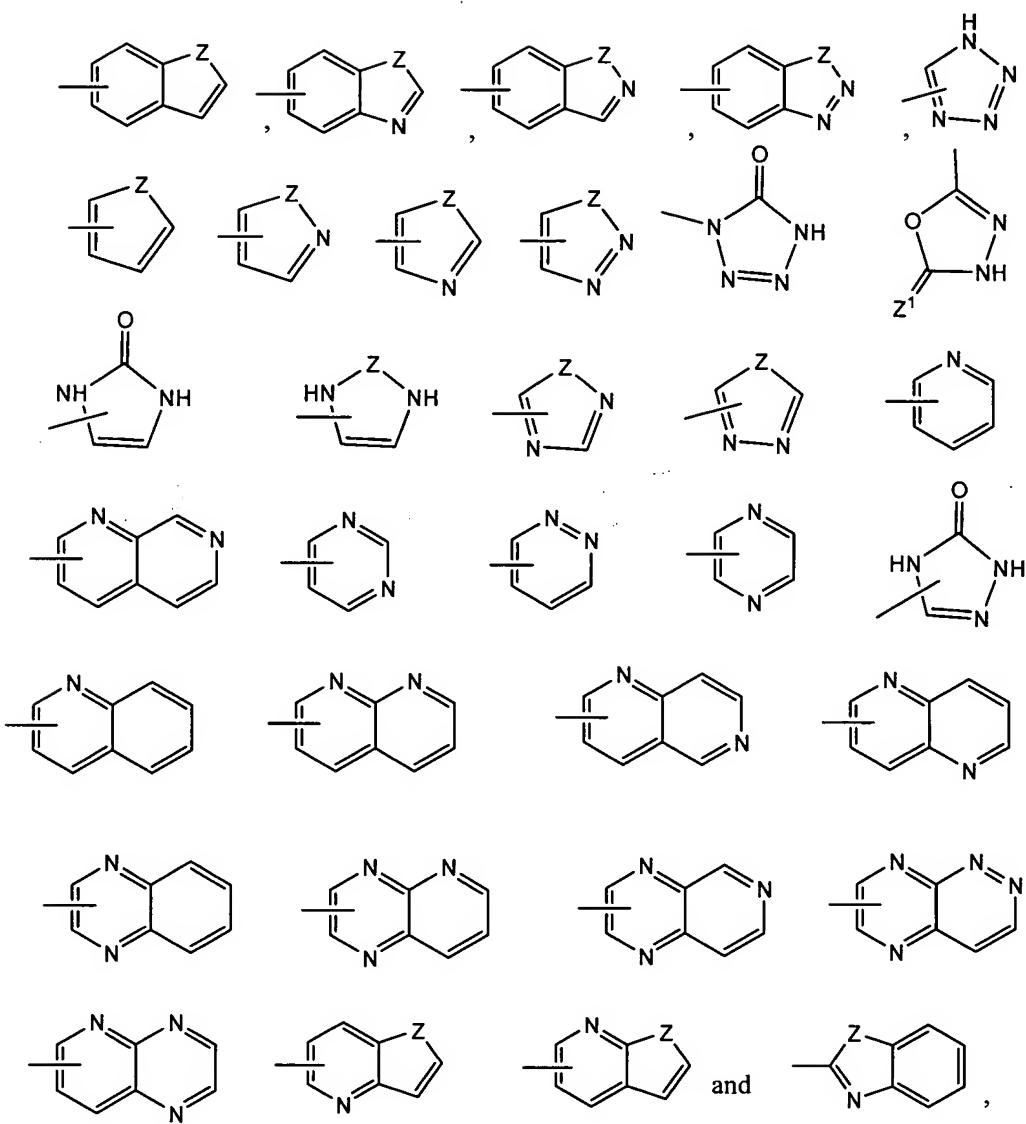
and  $R^1$  is selected from the group consisting of:



21. (previously presented) The compound of claim 1 having structural formula Ic:



wherein d is 0 (zero); e is 1; X is  $-O-$ ;  $R^4$  and  $R^5$  are both  $-H$ ; Y is selected from the group consisting of



wherein Z is selected from the group consisting of O, S and NH; and Z<sup>1</sup> is selected from the group consisting of O and S;

$R^1$  is selected from the group consisting of:

a)  $-\text{OC(O)NR}^a\text{R}^b$ , and  $-\text{C(O)NR}^a\text{R}^b$ ;

b) C1-3alkyl substituted with a member selected from:  $-\text{C}(\text{O})-\text{NRaRb}$  and

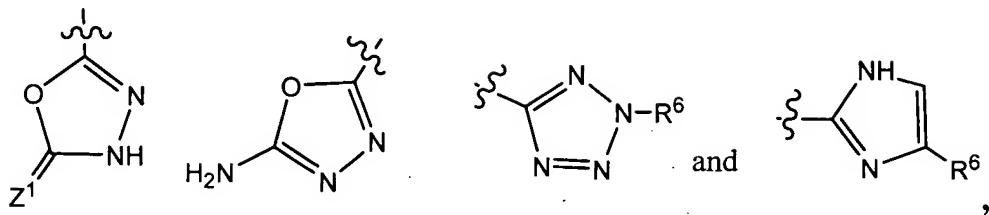
-C(O)-Hetcy<sup>1</sup>;

and c) HAR optionally substituted with 1-2 members selected from the group consisting of: -F, -Cl, -C<sub>1-6</sub>alkyl, -CN, -OH, -OC<sub>1-6</sub>alkyl, -fluoroC<sub>1-6</sub>alkyl, -fluoroC<sub>1-6</sub>alkoxy, -NH<sub>2</sub>, -NHC<sub>1-4</sub>alkyl, -N(C<sub>1-4</sub>alkyl)<sub>2</sub>, -C<sub>1-6</sub>alkylNH<sub>2</sub>, -C<sub>1-6</sub>alkyl-NHC<sub>1-4</sub>alkyl, -C<sub>1-6</sub>alkylN(C<sub>1-4</sub>alkyl)<sub>2</sub>, -C<sub>1-6</sub>alkyl-CN, -NHC(O)C<sub>1-4</sub>alkyl, -C(O)NHC<sub>1-4</sub>alkyl and -C(O)N(C<sub>1-4</sub>alkyl)<sub>2</sub>.

22. (original) The compound of claim 21 wherein: Y is selected from the group consisting of



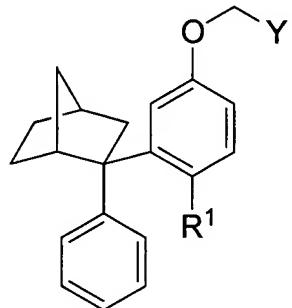
when  $R^1$  is HAR, HAR is selected from:



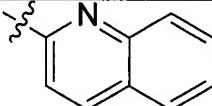
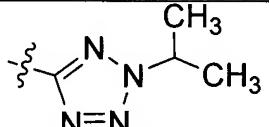
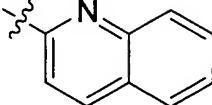
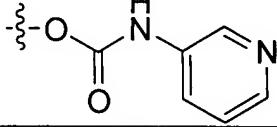
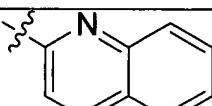
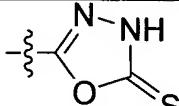
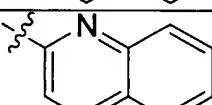
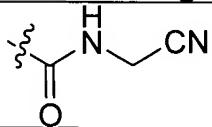
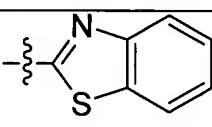
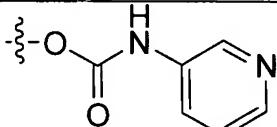
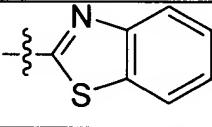
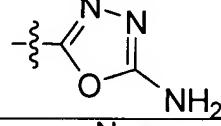
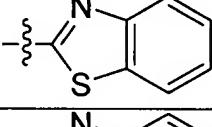
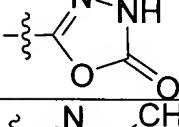
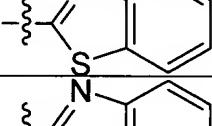
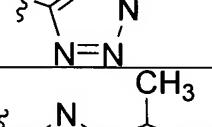
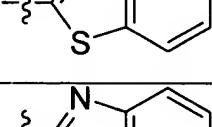
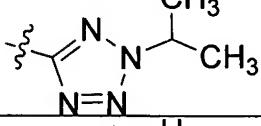
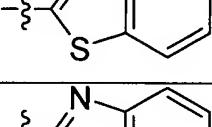
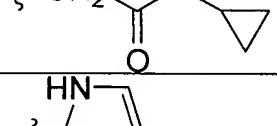
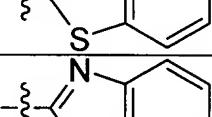
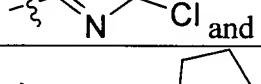
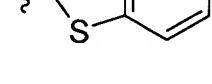
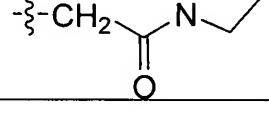
wherein  $R^6$  is selected from  $-H$ ,  $-C_1-3$ alkyl,  $-C_3-6$ cycloalkyl,  $-F$  and  $-Cl$ ;

$R^a$  is selected from (a)  $-C_1-4$ -alkyl and  $C_3-6$ cycloalkyl, each optionally substituted with 1-3 fluoro groups or a member selected from the group consisting of:  $-OC_1-6$ alkyl,  $-CN$ ,  $-NH_2$ ,  $-NHC_1-4$ alkyl and  $-N(C_1-4$ alkyl) $_2$ , (b) Hetcy1 and (c) pyridinyl; and  $R^b$  is  $-H$ .

23. (original) The compound of claim 1 selected from the group consisting of:



	$Y$	$R^1$
a)		
b)		
c)		
d)		

e)		
f)		
g)		
h)		
i)		
j)		
k)		
l)		
m)		
n)		
o)		 and
p)		

and the pharmaceutically acceptable salts and solvates thereof.

24. (original) A pharmaceutical composition comprised of a therapeutically effective amount of a compound of claim 1 and a pharmaceutically acceptable carrier.

25. (canceled)

26. (original) A method for treating a leukotriene-mediated medical condition comprising administering a therapeutically effective amount of a compound of claim 1 to a patient in need of such treatment.

27. (canceled)

28. (currently amended) The method of Claim 26 wherein said leukotriene-mediated medical condition is ~~A method for treating atherosclerosis comprising administering a therapeutically effective amount of a compound of claim 1 to a patient in need of such treatment.~~

29. (canceled)

30. (canceled)

31. (canceled)

32. (original) A method of preventing or reducing the risk for a leukotriene-mediated medical condition comprising administering a prophylactically effective amount of a compound of claim 1 to a patient in need of such treatment.

33. (canceled)

34. (currently amended) ~~A method for preventing or reducing the risk of an~~ The method of Claim 32 wherein said leukotriene-mediated medical condition is ~~an atherosclerotic disease event comprising administering a prophylactically effective amount of a compound of claim 1 to a patient at risk for having an atherosclerotic disease event.~~

35. (original) The method of treating atherosclerosis of claim 28 further comprising administering to the patient a compound selected from the group consisting of an HMG-CoA reductase inhibitor, cholesterol absorption inhibitor, CETP inhibitor, PPAR $\gamma$  agonist, PPAR $\alpha$  agonist, PPAR dual  $\alpha/\gamma$  agonist, and combinations thereof.

36. (new) The method of Claim 26 wherein said leukotriene-mediated medical condition is selected from asthma, allergies, allergic conditions and COPD.